

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

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THOMAS H. LEE EQUITY FUND V, L.P.,	:	
THOMAS H. LEE PARALLEL FUND V, L.P.,	:	07 Civ. 8663 (GEL)
and THOMAS H. LEE EQUITY (CAYMAN)	:	Hon. Gerald E. Lynch
FUND V, L.P.	:	
	:	
Plaintiffs,	:	DECLARATION OF
	:	RUTH A. BRAUN
vs.	:	IN SUPPORT OF
	:	GRANT THORNTON LLP'S
GRANT THORNTON LLP,	:	MOTION TO DISMISS
	:	<u>THE COMPLAINT</u>
Defendant.	:	
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Ruth A. Braun, under penalty of perjury, hereby declares as follows:

1. I am an attorney at Winston & Strawn LLP, attorneys for Grant Thornton LLP ("Grant Thornton") in the above-captioned action, and am admitted to practice before the courts of the State of New York and the United States District Court for the Southern District of New York. I submit this declaration in support of Grant Thornton's Motion To Dismiss the Complaint.

2. Attached hereto as Exhibit A is a true and correct copy of the Form S-4 Registration Statement filed by Refco Group Ltd., LLC and Refco Finance Inc. on April 6, 2005 (without exhibits).

3. Attached hereto as Exhibits B and C, respectively, are true and correct copies of the February 16, 2004 and May 4, 2004 access letters from Grant Thornton to Scott Schoen as Managing Director for Thomas H. Lee Partners, L.P. These letters are quoted in Paragraph 70 of the Complaint.

I declare under penalty of perjury under the laws of the United States of America
that the foregoing is true and correct.

Dated: November 5, 2007

/s/
Ruth A. Braun